

SEP 02 '07 -2 27 PM

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)
ELSWORTH C. ALVORD (1964)

20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@sol.com

OF COUNSEL
URBAN A. LESTER

SURFACE TRANSPORTATION BOARD

August 1, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Partial Termination of Lease, dated as of July 26, 2007 a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease of Railroad Equipment previously filed with the Board under Recordation Number 13087-B.

The name and address of the party to the enclosed document are:

Lessor: Residual Based Finance Corporation
Three First National Plaza, Suite 777
Chicago, IL 60602

[Lessee: Reliant Energy Incorporated (formerly known
as Utility Fuels, Inc.
611 Walker Street
Houston, TX 77002

Mr. Vernon A. Williams
August 1, 2007
Page 2

A description of the railroad equipment covered by the enclosed document is:

119 gondola railcars within the series OFCX 19005 – OFCX 22109 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Notice of Partial Termination of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

SEP 02 '07

-2 27 PM

NOTICE OF PARTIAL TERMINATION OF LEASE

The undersigned, Residual Based Finance Corporation (as assignee of Mellon Financial Services Corporation #4), Lessor, publishes this notice that the Lease of Railroad Equipment, dated as of April 1, 1981, as subsequently amended or modified (the "Lease"), with Reliant Energy Incorporated (formerly known as Utility Fuels, Inc.), Lessee, as it applies to that certain railroad equipment bearing the reporting marks and road numbers shown on Schedule A attached hereto (the "Railroad Equipment"), is hereby terminated except with respect to those obligations, if any, of Lessor and Lessee under the Lease which expressly survive any termination thereof.

The Lease was originally filed with the Surface Transportation Board on May 8, 1981 at 3:35 p.m. under Recordation Number 13087-B.

As of this 26 day of July, 2007, the Lease remains in effect as to the remaining railcars other than the Railroad Equipment.

RESIDUAL BASED FINANCE
CORPORATION

Lessor

By:

Name:

Vincent A. Kolber
President

STATE OF }
 } ss.
COUNTY OF }

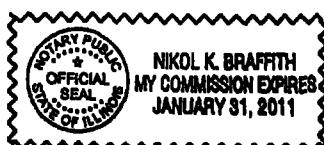
On this 26 day of July, 2007, before me appeared Vincent A. Kolber,
to me personally known, who, being duly sworn did say that he/she is the
President of Residual Based Finance Corp., and that
said instrument was signed on behalf said corporation by authority of its board of directors
and he/she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official
seal in the County and State aforesaid, the day and year first above written.



NOTARY PUBLIC

My Commission Expires:



Schedule A

One Hundred Nineteen (1981) Berwick built 4200 Cubic Capacity Rotary Gondolas as listed below:

Physical Number Mappings	Number Mappings	Physical Number Mappings	Number Mappings	Physical Number Mappings	Number Mappings
UFIX / QFCX	19005	UFIX / QFCX	20052	UFIX / OFCX	21064
UFIX / OFCX	19011	UFIX / OFCX	20054	UFIX / OFCX	21067
UFIX / OFCX	19017	UFIX / OFCX	20056	UFIX / OFCX	21068
UFIX / OFCX	19018	UFIX / QFCX	20058	UFIX / OFCX	21070
UFIX / OFCX	19020	UFIX / OFCX	20061	UFIX / OFCX	21071
UFIX / OFCX	19021	UFIX / OFCX	20065	UFIX / OFCX	21074
UFIX / OFCX	19028	UFIX / OFCX	20067	UFIX / OFCX	21078
UFIX / OFCX	19029	UFIX / OFCX	20072	UFIX / OFCX	21083
UFIX / QFCX	19031	UFIX / OFCX	20075	UFIX / OFCX	21084
UFIX / OFCX	19034	UFIX / OFCX	20076	UFIX / OFCX	21086
UFIX / QFCX	19036	UFIX / OFCX	20077	UFIX / OFCX	21107
UFIX / OFCX	19042	UFIX / OFCX	20078	UFIX / OFCX	21108
UFIX / OFCX	19044	UFIX / OFCX	20080	UFIX / OFCX	22002
UFIX / OFCX	19061	UFIX / OFCX	20084	UFIX / OFCX	22008
UFIX / OFCX	19063	UFIX / OFCX	20085	UFIX / OFCX	22010
UFIX / OFCX	19065	UFIX / QFCX	20086	UFIX / OFCX	22018
UFIX / OFCX	19066	UFIX / OFCX	20089	UFIX / OFCX	22021
UFIX / OFCX	19074	UFIX / OFCX	20090	UFIX / OFCX	22022
UFIX / OFCX	19076	UFIX / OFCX	20091	UFIX / OFCX	22037
UFIX / OFCX	19081	UFIX / OFCX	20097	UFIX / OFCX	22041
UFIX / QFCX	19089	UFIX / QFCX	20098	UFIX / OFCX	22060
UFIX / OFCX	19093	UFIX / OFCX	20103	UFIX / OFCX	22063
UFIX / OFCX	19099	UFIX / OFCX	20106	UFIX / OFCX	22064
UFIX / OFCX	19101	UFIX / QFCX	21001	UFIX / OFCX	22070
UFIX / OFCX	19104	UFIX / OFCX	21003	UFIX / QFCX	22071
UFIX / OFCX	19106	UFIX / OFCX	21007	UFIX / OFCX	22077
UFIX / OFCX	20004	UFIX / QFCX	21008	UFIX / QFCX	22078
UFIX / OFCX	20007	UFIX / OFCX	21009	UFIX / OFCX	22079
UFIX / OFCX	20008	UFIX / OFCX	21016	UFIX / OFCX	22087
UFIX / OFCX	20013	UFIX / OFCX	21019	UFIX / OFCX	22089
UFIX / QFCX	20014	UFIX / OFCX	21020	UFIX / OFCX	22090
UFIX / OFCX	20018	UFIX / OFCX	21021	UFIX / OFCX	22093
UFIX / OFCX	20019	UFIX / OFCX	21027	UFIX / OFCX	22094
UFIX / QFCX	20026	UFIX / OFCX	21032	UFIX / OFCX	22096
UFIX / OFCX	20027	UFIX / OFCX	21040	UFIX / OFCX	22098
UFIX / OFCX	20030	UFIX / OFCX	21046	UFIX / OFCX	22102
UFIX / OFCX	20033	UFIX / OFCX	21047	UFIX / OFCX	22106
UFIX / OFCX	20035	UFIX / OFCX	21049	UFIX / OFCX	22107
UFIX / OFCX	20047	UFIX / OFCX	21058	UFIX / OFCX	22109
UFIX / OFCX	20051	UFIX / OFCX	21059		

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

OF COUNSEL
URBAN A. LESTER

August 1, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Partial Termination of Lease, dated as of July 26, 2007 a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease of Railroad Equipment previously filed with the Board under Recordation Number 13087-B.

The name and address of the party to the enclosed document are:

Lessor:

Residual Based Finance Corporation
Three First National Plaza, Suite 777
Chicago, IL 60602

[Lessee:

Reliant Energy Incorporated (formerly known
as Utility Fuels, Inc.
611 Walker Street
Houston, TX 77002

Mr. Vernon A. Williams
August 1, 2007
Page 2

A description of the railroad equipment covered by the enclosed document is:

119 gondola railcars within the series OFCX 19005 – OFCX 22109 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Notice of Partial Termination of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

NOTICE OF PARTIAL TERMINATION OF LEASE

The undersigned, Residual Based Finance Corporation (as assignee of Mellon Financial Services Corporation #4), Lessor, publishes this notice that the Lease of Railroad Equipment, dated as of April 1, 1981, as subsequently amended or modified (the "Lease"), with Reliant Energy Incorporated (formerly known as Utility Fuels, Inc.), Lessee, as it applies to that certain railroad equipment bearing the reporting marks and road numbers shown on Schedule A attached hereto (the "Railroad Equipment"), is hereby terminated except with respect to those obligations, if any, of Lessor and Lessee under the Lease which expressly survive any termination thereof.

The Lease was originally filed with the Surface Transportation Board on May 8, 1981 at 3:35 p.m. under Recordation Number 13087-B.

As of this 26 day of July, 2007, the Lease remains in effect as to the remaining railcars other than the Railroad Equipment.

RESIDUAL BASED FINANCE
CORPORATION

Lessor

By:

Name:

Vincent A. Kolber

Title: President

STATE OF

)
ss.

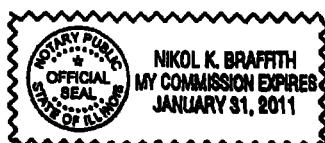
COUNTY OF

On this 26 day of July, 2007, before me appeared Vincent A. Kolber, to me personally known, who, being duly sworn did say that he/she is the President of Residual Based Finance Corp., and that said instrument was signed on behalf said corporation by authority of its board of directors and he/she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Nikol K. Braffith
NOTARY PUBLIC

My Commission Expires:



Schedule A

One Hundred Nineteen (1991) Berwick built 4200 Cubic Capacity Rotary Gondolas as listed below:

Physical Number	Manufacture Date	Physical Number	Manufacture Date	Physical Number	Manufacture Date
Markings	Number	Markings	Number	Markings	Number
UFIX / OFCX	19005	UFIX / QFCX	20052	UFIX / OFCX	21064
UFIX / OFCX	19011	UFIX / OFCX	20054	UFIX / OFCX	21067
UFIX / OFCX	19017	UFIX / OFCX	20056	UFIX / OFCX	21068
UFIX / OFCX	19018	UFIX / OFCX	20058	UFIX / OFCX	21070
UFIX / OFCX	19020	UFIX / OFCX	20061	UFIX / OFCX	21071
UFIX / OFCX	19021	UFIX / OFCX	20065	UFIX / OFCX	21074
UFIX / OFCX	19028	UFIX / OFCX	20067	UFIX / QFCX	21078
UFIX / OFCX	19029	UFIX / OFCX	20072	UFIX / OFCX	21083
UFIX / OFCX	19031	UFIX / OFCX	20075	UFIX / OFCX	21084
UFIX / OFCX	19034	UFIX / OFCX	20076	UFIX / OFCX	21086
UFIX / QFCX	19036	UFIX / OFCX	20077	UFIX / OFCX	21107
UFIX / OFCX	19042	UFIX / OFCX	20078	UFIX / OFCX	21108
UFIX / OFCX	19044	UFIX / OFCX	20080	UFIX / OFCX	22002
UFIX / OFCX	19061	UFIX / OFCX	20084	UFIX / OFCX	22008
UFIX / OFCX	19063	UFIX / OFCX	20085	UFIX / OFCX	22010
UFIX / OFCX	19065	UFIX / OFCX	20088	UFIX / OFCX	22018
UFIX / OFCX	19086	UFIX / OFCX	20089	UFIX / OFCX	22021
UFIX / OFCX	19074	UFIX / OFCX	20090	UFIX / OFCX	22022
UFIX / OFCX	19076	UFIX / OFCX	20091	UFIX / OFCX	22037
UFIX / OFCX	19081	UFIX / OFCX	20097	UFIX / OFCX	22041
UFIX / QFCX	19089	UFIX / QFCX	20098	UFIX / OFCX	22060
UFIX / OFCX	19093	UFIX / QFCX	20103	UFIX / OFCX	22063
UFIX / OFCX	19099	UFIX / OFCX	20106	UFIX / OFCX	22064
UFIX / OFCX	19101	UFIX / QFCX	21001	UFIX / OFCX	22070
UFIX / OFCX	19104	UFIX / OFCX	21003	UFIX / OFCX	22071
UFIX / OFCX	19106	UFIX / OFCX	21007	UFIX / OFCX	22077
UFIX / OFCX	20004	UFIX / QFCX	21008	UFIX / QFCX	22078
UFIX / OFCX	20007	UFIX / OFCX	21009	UFIX / OFCX	22079
UFIX / OFCX	20008	UFIX / OFCX	21016	UFIX / OFCX	22087
UFIX / OFCX	20013	UFIX / OFCX	21019	UFIX / OFCX	22089
UFIX / OFCX	20014	UFIX / OFCX	21020	UFIX / OFCX	22090
UFIX / OFCX	20018	UFIX / OFCX	21021	UFIX / OFCX	22093
UFIX / OFCX	20019	UFIX / QFCX	21027	UFIX / OFCX	22094
UFIX / QFCX	20026	UFIX / OFCX	21032	UFIX / OFCX	22096
UFIX / OFCX	20027	UFIX / OFCX	21040	UFIX / OFCX	22098
UFIX / OFCX	20030	UFIX / OFCX	21046	UFIX / OFCX	22102
UFIX / OFCX	20033	UFIX / QFCX	21047	UFIX / OFCX	22106
UFIX / OFCX	20035	UFIX / OFCX	21049	UFIX / QFCX	22107
UFIX / OFCX	20047	UFIX / OFCX	21058	UFIX / OFCX	22109
UFIX / OFCX	20051	UFIX / OFCX	21059		